



PROTOCOL
of Extraordinary General Shareholders Meeting of
Joint Stock Company Bank RBK

The full name of legal entity is Joint Stock Company Bank RBK (“JSC Bank RBK”, the “Bank”, the “Partnership”)

Legal address of executive body:

47, Bukhar-Zhyrau Avenue, Karaganda, 100000, the Republic of Kazakhstan.

The meeting venue:

47, Bukhar-Zhyrau Avenue, Karaganda, 100000, the Republic of Kazakhstan.

The date of meeting: 30 November 2012

Registration time: from 10:00 a.m. to 10:50 a.m.

Duration of meeting: from 11:00 a.m. to 13:00 p.m.

The Extraordinary General Shareholders Meeting of JSC Bank RBK (the “Meeting”) was called at the initiative of the Board of Directors of JSC Bank RBK dated 25 October 2012.

The Meeting notices were sent to the shareholders by sending the individual letter dated 25 October 2012.

List of shareholders with the right to participate in the Meeting was prepared for 25 October 2012 at 00:00 a.m.

As at the date of preparation of JSC Bank RBK shareholders list, total number of shareholders of JSC Bank RBK holding the common shares was 21 shareholders and holding the preference shares was 6 shareholders.

Total number of declared shares	2,000,000 shares, of which:
total number of common shares	1,500,000 shares
Total number of preference shares	500,000 shares
Number of outstanding shares	
common shares	1,000,000 shares
preference shares	50,000 shares
Total number of placed common shares	
common shares	500,000 shares
preference shares	450,000 shares

In accordance with the current legislation, the voting shares represent the placed common shares as well as preference shares, the voting rights for which are provided in the cases envisaged by Law of the Republic of Kazakhstan *Concerning Joint Stock Companies* (the “Law”). The voting shares do not include the Partnership’s treasury shares or the shares at the nominal holding or held by the owner which is not included into the Central Depository’s registration system.

Total number of placed common shares	500,000 shares
Number of the Bank’s treasury shares	0
Number of common shares without voting rights	0
Number of preference shares with voting rights	0
Total number of voting shares	500,000 shares

2 shareholders and 16 representatives of shareholders arrived and registered for participation in the Meeting:

IN ATTENDANCE WERE:

The Shareholders- Owners of the Bank's Common Shares (892 710 common shares)		
Full name of shareholder-individual or name of legal entity- holder of securities	Number of voting shares presented at the meeting, share of voting shares number at the meeting date (892 710 shares)	FULL NAME of shareholder (representative)
ALEMTRADINGCOMMERTS LLP	39 290 / 3.929%	AKHMETOVA GUL'MIRA ZHASKAIRATOVNA (Power of attorney dated 27.04.2012)
INTERTRANS C.A. LLP	89 489 / 8.9489%	MEDEUOVA AIGUL TURUSBEKOVNA (Power of attorney dated 07.05.2012)
WELTON LLP	89 400 / 8.94%	ABIYEV GABIT TUYAKOVICH (Power of attorney dated 11.05.2012)
NORTH WIND LLP	70 000 / 7.00%	Director – MAGAUOV ADIL' MANATOVICH
GEFEST COMMERTS LLP	33 000 / 3.3%	Director – BAZILOV ALMAZ SAGYNTAYEVICH
SD STATE PROPERTY AND PRIVATIZATION COMMITTEE UNDER THE MINISTRY OF FINANCE OF THE REPUBLIC OF KAZAKHSTAN	7 000 / 0.7%	SATYBAYEV SALIM ASKAROVICH (Power of attorney № dated 27.11.2012)
AKSANOVA (NIYAZOVA) ZHANAR ERNSTOVNA	13 000 / 1.3%	SMAIL DANARA KENZHEYEVNA (Power of attorney dated 10.05.2012)
ALIYAROVA (NIYAZOVA) ADINA ESSENZHOLOVNA	13 000 / 1.3%	POTAPOV VICTOR VICTOROVICH (Power of attorney dated 15.05.2012)
ELGELDIN ZHUMAZHAN MAIDANOVICH	90 160 / 9.016%	KONYSBAYEV DUMAN MEDEL'Khanovich (Power of attorney dated 04.05.2012)
ERMEMBETOV AZAT SHINASILOVICH	20 019 / 2.0019%	OMARBKOVA ELMIRA ORAZALIYEVNA (Power of attorney dated 07.05.2012)
LYUKHUDZYAYEV FARID	110 000 / 11.00%	KOPBAYEVA ERKIN AKATAYEVNA (Power of attorney dated 27.11.2012)
MAZHITOVA DILYARA ALEXANDROVNA	15 271 / 1.5271%	OMAROV ERMEK KAIRBEKOVICH (Power of attorney dated 27.11.2012)
ROZMANOVA OL'GA VADIMOVNA	28 581 / 2.8581%	OMAROV ANUAR KAIRBEKOVICH Power of attorney dated 27.11.2012)
NIYAZOV RUSTAM ABDUGANIYEVICH	12 000 / 1.2%	POTAPOV VICTOR VICTOROVICH (Power of attorney dated 15.05.2012)
NURLANULY DAMIR	12 500 / 1.25%	SMAIL DANARA KENZHEYEVNA (Power of attorney dated 16.05.2012)
KIM GALINA SERGEYEVNA	84 000 / 8.4%	KORMIL'TSYN VADIM VLADIMIROVICH (Power of attorney dated 28.11.2012)

MAMEDOV ELDAR VALER'YEVICH	83 000 / 8.3%	UTESHEV KAMALADDIN ERBOLOVICH (Power of attorney dated 19.11.2012)
DZHUMAYEV TEMIR TEMIROVICH	83 000 / 8.3%	SCHUKIN VADIM TEMIROVICH (Power of attorney dated 29.11.2012)
	892 710 / 89.27%	

On the basis of the votes counting reference, total number of voices represented at the Meeting is:

– 892 710 votes or 89.27% of total voting shares as at the Meeting date.

As at the Meeting date, the quorum is 892 710 common shares or 89.27% voting shares of JSC Bank RBK.

The member of the Board of Director of JSC Bank RBK, Niyazov Abdugani Valiyevich, greeted the Meeting's participants and suggested to open the Meeting, presented the results of the shareholders registration and suggested to vote **for recognition of the Meeting as legitimate and open it.**

In accordance with subpar. 3), par.1 Article 50 of Law of the Republic of Kazakhstan *Concerning Joint Stock Companies*, voting at the General Shareholders Meeting for the procedure issues of the general shareholders meeting is arranged by providing each person entitled to vote at the general shareholders meeting with one vote.

The present shareholders and shareholder's representatives started to vote.

The voting results:

«For» – 18 votes;

«Against» – none;

«Abstain» – none.

Niyazov A.V. announced that under the voting results unanimously **the decision is taken: to recognize the Meeting as legitimate and to open the Meeting.**

Niyazov A.V. suggested to elect the Chairman and the Secretary of the Meeting to hold the Meeting.

Niyazov A.V. informed that to hold the Meeting, the Chairman and the Secretary of the Meeting should be elected, and reminded that the Annual General Shareholders Meeting of the Bank held on 30 May 2011 elected Medeova A.T. as the Chairman of the Meeting until re-lection, the Extraordinary General Shareholders Meeting of the Bank held on 18 July 2011 elected Igilman A.M. as the Secretary of the Meeting until re-election. In this regard, Niyazov A.V. suggested to remain the Chairman and the Secretary unchanged.

Voting results:

«For» – 18 votes;

«Against» – none;

«Abstain» – none.

Niyazov A.V. announced that under the voting results unanimously **the decision is taken: to remain the Chairman and the Secretary unchanged.**

Then, the floor was given to the Meeting Chairman, Medeuova A.T.

The Meeting Chairman, Medeuova A.T., greeted the participants and suggested to determine the voting form on all the issues of the Meeting agenda – open voting under principle “one share-one vote” in accordance with the requirements of Article 50 of Law of the Republic of Kazakhstan *Concerning Joint Stock Companies*.

To approve the following procedure for voting and votes counting for the decisions taken at this Meeting:

- Voting is open, i.e. by raising the voting right certificate issued at the registration of the shareholders participating at the Meeting;
- When voting, each shareholder has the number of votes equal to the number of his/her voting shares (the number is stated in the voting certificate);
- When voting for the Agenda issues, the shareholder has the right to vote for the proposed decision by all his/her votes only for one of proposed voting options: : «for», «against» or «abstain»;
- The Secretary counts and sums up the votes of the shareholders under the voting options: «against» the proposed decision, «abstain»;
- The votes under the voting option “for” are determined by the calculating method: total number of votes under voting options “against” and “abstain” is deducted from total number of votes registered for participation in the Meeting;
- Votes of the shareholders registered for participation in the Meeting, and left the Meeting without registration for any reasons before its closing, are not excluded from the quorum. The votes of shareholders registered their leaving the Meeting with the Secretary are excluded from the quorum;
- The results of voting are declared at the Meeting by the Chairman as the decision is taken for each issue of the Agenda on the basis of the Votes Counting Reference.

The Meeting Chairman, Medeuova A.T. put the issue for voting.

Igilman A.M. informed that 18 votes participated in voting and voiced **the voting results:**

«For» – 18 votes;
«Against» – None;
«Abstain» – None.

The Meeting Chairman, Medeuova A.T. declared that under the voting results, **unanimously the decision is taken to approve the open voting, the procedure for voting and votes counting for the purposes of this Meeting holding.**

Then, the Meeting Chairman, Medeuova A.T. suggested to approve the following time limits for this Meeting:

To approve the following time limits:

- report – up to 10 minutes;
- debates – up to 5 minutes;
- shareholders wishing to participate in debates should ask the Chairman to give the floor by raising the hand.

The Meeting Chairman put the issue for voting.

Igilman A.M. informed that 18 votes participated in voting and voiced **the voting results:**

«For» – 18 votes;
«Against» – None;
«Abstain» – None.

The Meeting Chairman, Medeuova A.T. declared that under the voting results, the proposed time limits are approved.

Medeuova A.T. continued the Extraordinary General Shareholders Meeting and reported that the Agenda was communicated to the present shareholders in advance.

The Agenda is presented:

1. Approval of the new edition of the Code of Governance of JSC Bank RBK.
2. Approval of the new edition of the Regulation *Concerning the Board of Directors of JSC Bank RBK*.
3. Determination of composition, duration of authorities of newly elected members of the Board of Directors, additional election of the new members and early termination of authorities of some members of the Board of Directors as well as determination of the amount and compensation payment to the members of the Board of Directors of JSC Bank RBK.

Niyazov A.V. informed that on 9 November 2012, the Bank's Board of Directors proposed to include into the Agenda of the Extraordinary General Shareholders Meeting, the amendment in accordance with par.1 Article 43 of Law of the Republic of Kazakhstan *Concerning Joint Stock Companies*, in particular, an agenda of general shareholders meeting can be amended by the major shareholder or the board of directors given that the Partnership's shareholders are notified about such amendments not later than fifteen days before general shareholders meeting date. Notices on amendments to an agenda of extraordinary general shareholders meeting were sent to the shareholders by sending the individual letters dated 13 November 2012.

Thus, Niyazov A.V. suggested to the shareholders to amend the Agenda of the Extraordinary General Shareholders Meeting by the following questions:

- Increase of the number of declared shares of JSC Bank RBK.
- Approval of the new edition of the Article of Incorporation of JSC Bank RBK.

In this regard, the Bank's shareholders were asked to approve the Agenda of the Extraordinary General Shareholders Meeting as follows:

1. Approval of the new edition of the Code of Governance of JSC Bank RBK.
2. Approval of the new edition of the Regulation *Concerning the Board of Directors of JSC Bank RBK*.
3. Determination of composition, duration of authorities of newly elected members of the Board of Directors, additional election of the new members and early termination of authorities of some members of the Board of Directors as well as determination of the amount and compensation payment to the members of the Board of Directors of JSC Bank RBK.
4. Increase of the number of declared shares of JSC Bank RBK.
5. Approval of the new edition of the Article of Incorporation of JSC Bank RBK.

The Meeting Chairman, Medeuova A.T. suggested to vote for introduction of amendment into the Agenda of the Extraordinary General Shareholders meeting:

There were no any objections or amendments to the Agenda.

In accordance with par. 3, Article 43 of Law of the Republic of Kazakhstan *Concerning Joint Stock Companies*, an agenda of general shareholders meeting is approved by the majority votes of total number of voting shares of the Partnership presented at general shareholders meeting.

The Meeting Chairman, Medeuova A.T. put the issue on approval of Agenda of Extraordinary General Shareholders Meeting for voting.

Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;

«Against» – None;

«Abstain» – None.

The decision is taken unanimously.

R E S O L V E D:

To approve the following Agenda of the Extraordinary General Shareholders Meeting of JSC Bank RBK:

- 1. Approval of the new edition of the Code of Governance of JSC Bank RBK.**
- 2. Approval of the new edition of the Regulation Concerning the Board of Directors of JSC Bank RBK.**
- 3. Determination of composition, duration of authorities of newly elected members of the Board of Directors, additional election of the new members and early termination of authorities of some members of the Board of Directors as well as determination of the amount and compensation payment to the members of the Board of Directors of JSC Bank RBK.**
- 4. Increase of the number of declared shares of JSC Bank RBK.**
- 5. Approval of the new edition of the Article of Incorporation of JSC Bank RBK.**

The participants of the Meeting started to listen to the reports on the issues of the Agenda of the Extraordinary General Shareholders Meeting of JSC Bank RBK.

For the first issue of the Agenda, **approval of the new edition of the Code of Governance of JSC Bank RBK**, the Meeting Chairman, Medeuova A.T gave the floor to Niyazov A.V., the member of the Board of Directors of JSC Bank RBK.

Niyazov A.V. informed that the current legislation of the Republic of Kazakhstan regulating the activities of the financial institutions is amended, including Law of the Republic of Kazakhstan *Concerning Introduction of Amendments into Several Legislative Acts of the Republic of Kazakhstan on the Issues of Organization of the Activities of the National Bank of the Republic of Kazakhstan, Regulation of Financial Market and Financial Institutions* dated 5 July 2012 № 30-V Law of the Republic of Kazakhstan. For the purposes of updating and bringing in line with the normative and legislative acts of the Republic of Kazakhstan, Niyazov A.V. suggested to arrange the new edition of the Code of Governance of Joint Stock Company Bank RBK, and to recognize

as void the Code of Governance of Joint Stock Company Kazakhstan Innovation Commercial Bank approved by the decision of the Annual General Shareholders Meeting dated 18 July 2011.

The Meeting Chairman, Medeuova A.T. suggested to the shareholders and the shareholders' representatives to ask the questions to the reporter on the first issue of the Agenda.

No any questions were asked by the audience.

The Meeting Chairman, Medeuova A.T. put the issue on approval of the Code of Governance of JSC Bank RBK for voting.

The present shareholders and the shareholders' representatives started to vote.

Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;
«Against» – None;
«Abstain» – None.

The decision is taken unanimously.

R E S O L V E D:

- 1. To approve the new edition of the Code of Governance of JSC Bank RBK.**
- 2. To recognize as void the Code of Governance of Joint Stock Company Kazakhstan Innovation Commercial Bank approved by the decision of the Annual General Shareholders Meeting dated 18 July 2011.**

For the second issue of the Agenda, **approval of the new edition of the Regulation Concerning the Board of Directors of JSC Bank RBK**, the Meeting Chairman, Medeuova A.T gave the floor to Niyazov A.V., the member of the Board of Directors of JSC Bank RBK.

Niyazov A.V. suggested in regard to the above amendments into the current legislation of the Republic of Kazakhstan regulating the activities of the financial institutions, to arrange the new edition of the *Regulation on the Board of Directors* of Joint Stock Company Bank RBK, and to recognize as void the Regulation on the Board of Directors of Joint Stock Company Kazakhstan Innovation Commercial Bank approved by the decision of the Annual General Shareholders Meeting dated 30 May 2011.

The Meeting Chairman, Medeuova A.T. suggested to the shareholders and the shareholders' representatives to ask the questions to the reporter on the second issue of the Agenda.

No any questions were asked by the audience.

The Meeting Chairman put the issue on approval of the new edition of *the Regulation of the Board of Directors* of JSC Bank RBK for voting.

The present shareholders and the shareholders' representatives started to vote.

Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;

«Against» – None;

«Abstain» – None.

The decision is taken unanimously.

R E S O L V E D:

- 1. To approve the new edition of the Regulation on the Board of Directors of JSC Bank RBK.**
- 2. To recognize as void the Regulation on the Board of Directors of Joint Stock Company Kazakhstan Innovation Commercial Bank approved by the decision of the Annual General Shareholders Meeting dated 30 May 2011.**

For the third issue of the Agenda of the Meeting, **determination of composition, duration of authorities of newly elected members of the Board of Directors, additional election of the new members and early termination of authorities of some members of the Board of Directors as well as determination of the amount and compensation payment to the members of the Board of Directors of JSC Bank RBK**, the Meeting Chairman, Medeuova A.T gave the floor to Niyazov A.V., the member of the Board of Directors of JSC Bank RBK.

The reporter, Niyazov A.V. informed that due the shareholder's wish to use the right to propose the candidates to the Bank's bodies envisaged by the legislation and the Bank's Articles of Incorporation, he suggested the following:

1. Determine the composition of the Board of Directors as 8 members;
2. Terminate in advance the authorities of the member of the Board of Directors – non-executive director, Julian David Sharp;
3. Elect Ertayeva Nurgul Aldashevna as a non-executive director - member of the Board of Director of JSC Bank RBK;
4. Elect Mazhinov Igor Sharipkanovich as the member of the Board of Directors of JSC Bank RBK (the representative of shareholders: Kim G.S., Mamedov E.V., Dzhumayev T.T.);
5. Elect Saidenov Anvar Galimullayevich as a non-executive director - member of the Board of Directors of JSC Bank RBK;
6. Determine the duration of authorities of the newly elected members of the Board of Directors of JSC Bank RBK until re-election;
7. Determine the amount of compensation and the terms of payment to the members of the Board of Directors of JSC Bank RBK in accordance with the Attachment.

The Meeting Chairman, Medeuova A.T., suggested to the shareholders to make the recommendations on the new candidates for the additional election of the new members of the Board of Directors, early termination of the authorities of previously elected members of the Board of Directors, composition of the Board of Directors and payment of compensation to the members of the Bank's Board of Directors. Additionally, in accordance with par.1 Article 14 of Law of the Republic of Kazakhstan *Concerning Joint Stock Companies*, among others, for the purposes of participation in a partnership's management, the bank's shareholders were suggested to make the recommendations on composition of the Board of Directors of the Bank. However, the Meeting Chairman informed that since one position in the Board of Directors should be taken by one candidate, the decision on election of the members of the Board of Directors in accordance with par.3 Article 54 of the Law of the Republic of Kazakhstan

Concerning Joint Stock Companies shall be taken without using the ballots, i.e. under the principle “one share- one vote”.

No any questions were asked by the audience.

The Meeting Chairman, Medeuova A.T. suggested to vote for the recommendations made for the third issue of the Agenda.

The present shareholders and the shareholders’ representatives started to vote.

The Meeting Secretary, Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;

«Against» – None;

«Abstain» – None.

The decision is taken unanimously.

1. Determine the composition of the Board of Directors of JSC Bank RBK as 8 members.

The present shareholders and the shareholders’ representatives started to vote.

The Meeting Secretary, Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;

«Against» – None;

«Abstain» – None.

The decision is taken unanimously.

2. Terminate in advance the authorities of member of the Board of Directors – non-executive director, Julian David Sharp;

The present shareholders and the shareholders’ representatives started to vote.

The Meeting Secretary, Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;

«Against» – None;

«Abstain» – None.

The decision is taken unanimously.

3. Elect Ertayeva Nurgul Aldashevna as a non-executive director - member of the Board of Director of JSC Bank RBK;

The present shareholders and the shareholders’ representatives started to vote.

The Meeting Secretary, Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;
«Against» – None;
«Abstain» – None.

The decision is taken unanimously.

- 4. Elect Mazhinov Igor Sharipkanovich as the member of the Board of Directors of JSC Bank RBK (the representative of shareholders: Kim G.S., Mamedov E.V., Dzhumayev T.T.).**

The present shareholders and the shareholders' representatives started to vote.

The Meeting Secretary, Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;
«Against» – None;
«Abstain» – None.

The decision is taken unanimously.

- 5. Elect Saidenov Anvar Galimullayevich as a non-executive director – member of the Board of Directors of JSC Bank RBK.**

The present shareholders and the shareholders' representatives started to vote.

The Meeting Secretary, Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;
«Against» – None;
«Abstain» – None.

The decision is taken unanimously.

- 6. Determine the duration of authorities of the newly elected members of the Board of Directors of JSC Bank RBK until re-election – until re-election.**

The present shareholders and the shareholders' representatives started to vote.

The Meeting Secretary, Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;
«Against» – None;
«Abstain» – None.

The decision is taken unanimously.

7. Determine the amount of compensation and the terms of payment to the members of the Board of Directors of JSC Bank RBK in accordance with the Attachment.

The present shareholders and the shareholders' representatives started to vote.

The Meeting Secretary, Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;
«Against» – None;
«Abstain» – None.

The decision is taken unanimously.

Thus, for the third issue of the Agenda the following decisions are taken:

R E S O L V E D:

- 1. Determine the composition of the Board of Directors of JSC Bank RBK as 8 members.**
- 2. Terminate in advance the authorities of member of the Board of Directors – non-executive director, Julian David Sharp.**
- 3. Elect Ertayeva Nurgul Aldashevna as non-executive director- member of the Board of Director of JSC Bank RBK.**
- 4. Elect Mazhinov Igor Sharipkanovich as the member of the Board of Directors of JSC Bank RBK.**
- 5. Elect Saidenov Anvar Galimullayevich as a non-executive director – member of the Board of Directors of JSC Bank RBK.**
- 6. Determine the duration of authorities of the newly elected members of the Board of Directors of JSC Bank RBK until re-election – until re-election.**
- 7. Determine the amount of compensation and the terms of payment to the members of the Board of Directors of JSC Bank RBK in accordance with the Attachment.**

For the fourth issue of the Agenda of the Meeting, **increase of the number of declared shares of JSC Bank RBK**, the Meeting Chairman, Medeuova A.T gave the floor to Niyazov A.V., the member of the Board of Directors of JSC Bank RBK.

Niyazov A.V. suggested to the Bank's shareholders to consider the increase of the Bank's declared shares number up to 35 000 000 (thirty five million) shares, including the increase in the number of the declared common shares up to 30 000 000 (thirty million) common shares. Such increase of the Bank's declared shares will allow timely decision-making on the Bank's shares placement to comply with the adequate ratio of equity and growing assets in accordance with the Bank's strategy.

The Meeting Chairman, Medeuova A.T, suggested to the shareholders and the shareholders' representatives to ask the questions to the reporter on the fourth issue of the Agenda.

No any questions were asked to the reporter.

The Meeting Chairman put for voting the issue on the increase of JSC Bank RBK declared shares number up to 35 000 000 (thirty five million) shares, including the increase in the number of the declared common shares up to 30 000 000 (thirty million) common shares.

The present shareholders and the shareholders' representatives started to vote.

The Meeting Secretary, Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 110 000 votes;
«Against» – 782 710;
«Abstain» – None.

R E S O L V E D:

To reject the increase of the number of the declared shares of JSC Bank RBK.

For the fifth issue of the Agenda of the Meeting, **approval of the new edition of the Article of Incorporation of JSC Bank RBK**, the Meeting Chairman, Medeuova A.T gave the floor to Niyazov A.V., the member of the Board of Directors of JSC Bank RBK.

Niyazov A.V. informed that due to the introduction of the amendments into the current legislation of the Republic of Kazakhstan regulating the activities of the financial institution, including Law of the Republic of Kazakhstan *Concerning Introduction of Amendments into Several Legislative Acts of the Republic of Kazakhstan on the Issues of Organization of the Activities of the National Bank of the Republic of Kazakhstan, Regulation of Financial Market and Financial Institutions* dated 5 July 2012 №30-V Law of the Republic of Kazakhstan, the Bank's Articles of Incorporation should be revised. In this regard, he suggested to the Meeting to approve the new edition of the Articles of Incorporation of Joint Stock Company Bank RBK and to recognize as void the Articles of Incorporation of Joint Stock Company Bank RBK approved by the decision of the Extraordinary General Shareholders Meeting dated 18 July 2011.

The Meeting Chairman, Medeuova A.T, suggested to the shareholders and the shareholders' representatives to ask the questions to the reporter on the fifth issue of the Agenda.

No any questions were asked to the reporter.

The Meeting Chairman put for voting the issue on approval of the new edition of the Articles of Incorporation of JSC Bank RBK.

The present shareholders and the shareholders' representatives started to vote.

Igilman A.M. informed that 892 710 votes participated in voting and voiced **the voting results:**

«For» – 892 710 votes;
«Against» – None;
«Abstain» – None.

The decision is taken unanimously.

R E S O L V E D:

- 1. Approve the new edition of the Articles of Incorporation of Joint Stock Company Bank RBK.**
- 2. Authorize the Chairman of the Management Board of Joint Stock Company Bank RBK to sign the new edition of the Articles of Incorporation of Joint Stock Company Bank RBK.**
- 3. Executive body should arrange the required arrangements for registration of the Article of Incorporation of Joint Stock Company Bank RBK with the justice bodies of the Republic of Kazakhstan and inform the authorized body.**
- 4. Recognize as void the Articles of Incorporation of Joint Stock Company Bank RBK approved by the decision of the Extraordinary General Shareholders Meeting dated 18 July 2011.**

The Chairman declared that the Agenda of the Extraordinary General Shareholders Meeting of JSC Bank RBK is exhausted, suggested to close the Meeting and put such issue for voting:

Igilman A.M. informed that 18 votes participated in voting and voiced **the voting results:**

«For» – 18 votes;
«Against» – None;
«Abstain» – None.

The decision on the Meeting closing is taken unanimously.

The Meeting Chairman	/signed/	A.T. Medeuova
The Meeting Secretary	/signed/	A.M. Igilman

The shareholders holding ten or above percent of voting shares of the partnership, and are present at the General Shareholder's Meeting:

ON BEHALF OF SHAREHOLDER, LYUKHUDZYAYEV FARID (11.00%)

FULL NAME OF AUTHORIZED REPRESENTATIVE: /signed/